

12-0497-bk

**In the
United States Court of Appeals
for the Second Circuit**

GGP LIMITED PARTNERSHIP,

Debtor-Appellant,

– V. –

THE COMPTROLLER OF THE STATE OF NEW YORK, AS TRUSTEE OF
THE COMMON RETIREMENT FUND,

Creditor-Appellee,

On Appeal from the United States Bankruptcy
Court for the Southern District of New York

JOINT STIPULATION OF DISMISSAL OF APPEAL WITH PREJUDICE

TO THE HONORABLE U.S. COURT OF APPEALS FOR THE SECOND CIRCUIT:

Appellant GGP Limited Partnership (“GGP LP”) and Appellee The Comptroller of the State of New York, as Trustee of the Common Retirement Fund (the “NYSCRF,” together with GGP LP, the “Parties”) hereby submit this Joint Stipulation of Dismissal of Appeal with Prejudice.


This appeal arises from a July 16, 2011 memorandum opinion of the bankruptcy Court for the Southern District of New York. *See* SPA-6 (the

“Bankruptcy Court Decision”). The appeal has been fully briefed by all parties and, on November 26, 2012, the Court heard oral argument.

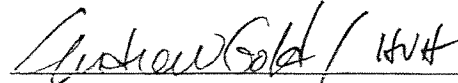
Following oral argument, the Parties entered into settlement discussions and hereby advise the Court that they have reached an agreement dated April 11, 2013 (the “Settlement Agreement”) that fully and finally settles this appeal and all disputes between them regarding the Bankruptcy Court Decision.

Consistent with the Settlement Agreement, the Parties hereby jointly stipulate to dismissal of the appeal and request that the Court dismiss the appeal with prejudice. The Parties further agree and stipulate that, pursuant to the Settlement Agreement, each Party shall bear its own costs and expenses in connection with this Appeal. *See* FED. R. APP. P. 42(b).

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